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11 **UNITED STATES BANKRUPTCY COURT**

12 **DISTRICT OF NEVADA**

13 In re

14 Case No. BK-23-10423-mkn

15 CASH CLOUD, INC.,
16 dba COIN CLOUD,

17 Chapter 11

18 Debtor.

19
20 **DECLARATION OF DANIEL MOSES**
21 **IN SUPPORT OF DEBTOR'S MOTION**
22 **FOR ENTRY OF AN ORDER:**
23 **(A) APPROVING AUCTION AND**
24 **BIDDING PROCEDURES FOR**
25 **POTENTIAL PLAN SPONSORS OR**
26 **THE PURCHASE OF SUBSTANTIALLY**
27 **ALL OF THE DEBTOR'S ASSETS;**
28 **(B) APPROVING FORM NOTICE TO**
29 **BE PROVIDED TO INTERESTED**
30 **PARTIES; AND (C) SCHEDULING A**
31 **HEARING TO CONSIDER APPROVAL**
32 **OF THE HIGHEST AND BEST**
33 **TRANSACTION, CURE OBJECTIONS,**
34 **AND CONFIRMATION OF THE**
35 **PROPOSED TOGGLE PLAN**

36 Hearing Date: OST Pending
37 Hearing Time: OST Pending.

1 I, Daniel Moses, declare as follows:

2 1. I am a principal of Province, LLC (“Province”) and Head of Province’s Institutional
3 Creditor Advisory Business.

4 2. Except as otherwise indicated herein, this Declaration is based upon my personal
5 knowledge. I am over the age of 18 and am mentally competent. If called upon to testify, I would
6 testify competently to the facts set forth in this Declaration.

7 3. I make this Declaration in support of Debtor’s *Motion for Entry of an Order: (A)*
8 *Approving Auction and Bidding Procedures for Potential Plan Sponsors or the Purchase of*
9 *Substantially all of the Debtor’s Assets; (B) Approving Form Notice to be Provided to Interested*
10 *Parties; and (C) Scheduling a Hearing to Consider Approval of the Highest and Best Transaction,*
11 *Cure Objections, and Confirmation of the Proposed Toggle Plan* (the “Motion”).¹

12 4. As part of the marketing efforts, Province, in concert with the Debtor and in
13 consultation with the Consultation Parties, will send out a marketing teaser describing the Debtor’s
14 business and the auction process to entities known to Province, as well as entities that may be
15 recommended by the Consultation Parties or other creditors. Province has already contacted forty-
16 eight (48) potential interested parties to date, with fifteen (15) signing nondisclosure/ confidentiality
17 agreements (each an “NDA”).

18 5. The Debtor, together with Province and with input from the Consultation Parties,
19 intends to pursue its marketing efforts through the Bid Deadline to continue to market test the
20 Stalking Horse Transaction (defined below). Potential Bidders will be required to execute NDAs.
21 Each party that submits an NDA will be granted access to an electronic data room containing
22 materials and information relating to the Debtor’s business (the “Diligence Room”), as Province and
23 Debtor, reasonably deems appropriate. As part of the implementation of the Bidding Procedures,
24 Debtor and Province intend to contact all parties that they believe might be Potential Bidders and
25 advise them of the opportunity to propose a Transaction (whether a Reorganization Plan or a Sale)
26 providing for them to become the owner of equity in the Reorganized Debtor or the Debtor’s assets
27 in exchange for a capital contribution/assumption of debt.

28 1 Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

1 I declare, under penalty of perjury of the laws of the United States of America, that the
2 foregoing statements are true and correct to the best of my knowledge, information and belief.

3 Executed this 7th day of April, 2023 in Las Vegas, Nevada.
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6 /s/*Daniel Moses*
7 Daniel Moses
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